

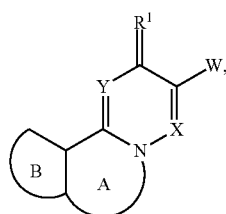
-continued

Ala	Arg	Leu	Phe	Arg	Ser	Ser	Ser	Lys	Gly	Phe	Gln	Gly	Thr	Thr	Gln
		580						585					590		
Thr	Ser	His	Gly	Ser	Leu	Met	Thr	Asn	Lys	Gln	His	Gln	Gly	Lys	Ser
		595					600					605			
Asn	Asn	Gln	Tyr	Tyr	His	Gly	Lys	Lys	Arg	Lys	His	Lys	Arg	Asp	Ala
		610				615					620				
Pro	Leu	Ser	Asp	Leu	Cys	Arg									
625					630										

What is claimed is:

1. A method of treating a disease or condition selected from

- (1) a disorder associated with telomere or telomerase dysfunction;
 - (2) a disorder associated with aging;
 - (3) a pre-leukemic or pre-cancerous condition; and
 - (4) neurodevelopmental disorder
- in a subject in need thereof; the method comprising administering to the subject in need thereof a therapeutically effective amount of a compound of Formula (I):



(I)

or a pharmaceutically acceptable salt thereof, wherein:

R^1 is selected from O, S, N—OH, N— C_{1-3} alkoxy, N— NH_2 , and N—CN;

W is selected from C(O)OR^{a1}, C(O)NR^{c1}R^{d1}, C(O)NR^{c1}S(O)₂R^{b1}, C(O)NR^{c1}OR^{a1}, NR^{c1}C(O)OR^{a1}, NR^{c1}C(O)NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, OR^{a1}, NR^{c1}R^{d1}, NR^{c1}S(O)₂R^{b1}, B(OH)₂, P(=O)(OR^{a1})₂, halo, CN, Cy, and a carboxylic acid bioisostere;

or R^1 and W together with the carbon atoms to which they are attached from a monocyclic 4-7 membered heterocycloalkyl ring or a monocyclic 5-6 membered heteroaryl ring, each of which is optionally substituted with 1, 2, or 3 substituents independently selected from R^{Cy};

X is selected from N and CR²;

Y is selected from N and CR³;

R^2 is selected from H, Cy, halo, CN, NO₂, OR^{a1}, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl are each optionally substituted with 1, 2, or 3 substituents independently selected from Cy, halo, CN, NO₂, OR^{a1}, C(O)R^{b1}, C(O)NR^{c1}R^{d1}, C(O)OR^{a1}, NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, NR^{c1}C(O)OR^{a1}, NR^{c1}S(O)₂R^{b1}, S(O)₂R^{b1}, and S(O)₂NR^{c1}R^{d1};

R^3 is selected from H, Cy, halo, CN, NO₂, OR^{a1}, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl

are each optionally substituted with 1, 2, or 3 substituents independently selected from Cy, halo, CN, NO₂, OR^{a1}, C(O)R^{b1}, C(O)NR^{c1}R^{d1}, C(O)OR^{a1}, NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, NR^{c1}C(O)OR^{a1}, NR^{c1}S(O)₂R^{b1}, S(O)₂R^{b1}, and S(O)₂NR^{c1}R^{d1}.

ring A, together with N and other atom or atoms that ring A shares with ring B, is selected from a monocyclic C₃₋₇ cycloalkyl ring, a monocyclic 4-7 membered heterocycloalkyl ring, a phenyl ring, and a monocyclic 5-6 membered heteroaryl ring, each of which is optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from R^d;

ring B, together with the atom or atoms that ring B shares with ring A, is selected from a monocyclic C₃₋₇ cycloalkyl ring, a monocyclic 4-7 membered heterocycloalkyl ring, a phenyl ring, and a monocyclic 5-6 membered heteroaryl ring, each of which is optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from R^B;

each R^d is independently selected from H, Cy, halo, CN, NO₂, OR^{a1}, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl are each optionally substituted with 1, 2, or 3 substituents independently selected from Cy, halo, CN, NO₂, OR^{a1}, C(O)R^{b1}, C(O)NR^{c1}R^{d1}, C(O)OR^{a1}, NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, NR^{c1}C(O)OR^{a1}, NR^{c1}S(O)₂R^{b1}, S(O)₂R^{b1}, and S(O)₂NR^{c1}R^{d1};

or any two R^d groups together with the atom or atoms to which they are attached form ring C, which is selected from a monocyclic C₃₋₇ cycloalkyl ring, a monocyclic 4-7 membered heterocycloalkyl ring, a phenyl ring, and a monocyclic 5-6 membered heteroaryl ring, each of which is optionally substituted with 1, 2, 3, 4, or 5 substituents independently selected from R^C;

each R^B is independently selected from H, Cy, halo, CN, NO₂, OR^{a1}, C(O)R^{b1}, C(O)NR^{c1}R^{d1}, C(O)OR^{a1}, NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, NR^{c1}C(O)OR^{a1}, NR^{c1}S(O)₂R^{b1}, S(O)₂R^{b1}, S(O)₂NR^{c1}R^{d1}, C₁₋₆ alkyl, C₁₋₆ haloalkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl, wherein said C₁₋₆ alkyl, C₂₋₆ alkenyl, and C₂₋₆ alkynyl are each optionally substituted with 1, 2, or 3 substituents independently selected from Cy, halo, CN, NO₂, OR^{a1}, C(O)R^{b1}, C(O)NR^{c1}R^{d1}, C(O)OR^{a1}, NR^{c1}R^{d1}, NR^{c1}C(O)R^{b1}, NR^{c1}C(O)OR^{a1}, NR^{c1}S(O)₂R^{b1}, S(O)₂R^{b1}, and S(O)₂NR^{c1}R^{d1};

or any two R^B groups together with the atom or atoms to which they are attached form ring D, which is selected from a monocyclic C₃₋₇ cycloalkyl ring, a monocyclic 4-7 membered heterocycloalkyl ring, a phenyl ring, and a monocyclic 5-6 membered heteroaryl ring, each of